

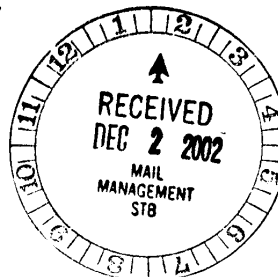


Joseph Transportation Services, Inc.
a subsidiary of Joseph Transportation

November 25, 2002

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

RECORDATION NO. 22790-A FILED
DEC 03 02 10-35AM



Dear Mr. Williams:

SURFACE TRANSPORTATION BOARD

Please find enclosed, one (1) original and one (1) copy of the Memorandum of Railroad Equipment Lease Agreement dated as of October 9, 2002, between the following parties:

Lessee: ECDC Environmental, L.C.
111 West Highway 123
East Carbon, UT 84520

Lessor: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A for the equipment, two (2) locomotives, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated as of October 9, 2002, related to two (2) locomotives bearing reporting marks NIS 4431 & 4355.

Please file this as a secondary document as it relates to documents previously filed with the Surface Transportation Board under Recordation Number 22790. The filing fee for this document in the amount of \$30.00 is included on check #20422. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500, ext. 4239.

Sincerely,

Joseph Transportation Services, Inc.

Julie M. Woodard
Documentation Coordinator

Enclosures

RECORDATION NO. 22790-A FILED

DEC 03 '02

10-35AM

MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT

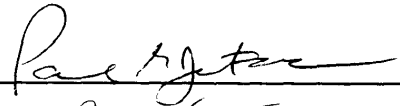
SURFACE TRANSPORTATION BOARD

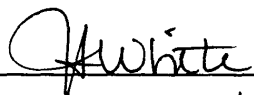
This **MEMORANDUM OF AMENDMENT NO. 1 TO LOCOMOTIVE LEASE NO. 99-51** ("Memorandum of Lease") entered into this 9th day of October, 2002, is intended to evidence Amendment No. 1 to Locomotive Lease No. 99-51 dated as of October 9, 2002 ("Amendment No. 1"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **ECDC ENVIRONMENTAL, L.C.**, a Utah corporation ("Lessee"), amending that certain Locomotive Lease No. 99-51 dated April 30, 1999 (hereinafter referred to as the "Lease"), which was assigned to Joseph Transportation Services, Inc. under that certain Assignment and Assumption Agreement by and between Lessor and Nevada Industrial Switching, Inc. a Nevada corporation, dated September 1, 1999, for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the two (2) locomotives described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease and Amendment No. 1.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

JOSEPH TRANSPORTATION SERVICES, INC.

ECDC ENVIRONMENTAL, L.C.

By: 
Name: Paul G. JANTSCH
Title: President
Date: October 25, 2002

By: 
Name: Jolynn White
Title: Secretary
Date: October 21, 2002

STATE OF OHIO)
)
COUNTY OF HAMILTON)

SS:

The foregoing instrument was acknowledged before me this 26th day of October, 2002, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.



LINDA M. BAUGHMAN
Notary Public, State of Ohio
My Commission Expires
July 22, 2007

Linda M. Baughman
Notary Public

STATE OF Arizona)
)
COUNTY OF Maricopa)

SS:

The foregoing instrument was acknowledged before me this 26th day of October, 2002, by Jo Lynne White, the Secretary of ECDC Environmental, L.C., a Utah corporation, on behalf of the corporation.

Susanne A. Webb
Notary Public

My Commission expires:

9/17/04

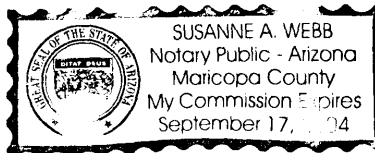


EXHIBIT A


To the Memorandum of Lease dated October 9, 2002, between Joseph Transportation Services, Inc. and ECDC Environmental, L.C.

DESCRIPTION OF UNITS

Two (2) locomotives railcars bearing reporting marks NIS-4431 and NIS-4355

CERTIFICATE

The undersigned, Julie M. Woodard, notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.


Notary Public



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires
September 24, 2007